

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mercedes Homes, Inc.		10/31/2008	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	250 South Park Avenue		
Internal Address:	Suite 400		
City:	Winter Park		
State/Country:	FLORIDA		
Postal Code:	32789		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	3233315	FAMILIES HELPING FAMILIES	
Registration Number:	2495868	MERCEDES HOMES	
Serial Number:	77312648	GREEN FOR LIFE	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8328		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9192868041		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		
ATTORNEY DOCKET NUMBER:	031752.031 EAR		
NAME OF SUBMITTER:	Ellen A. Rubel		

OP \$90.00 3233315

Signature:

/Ellen A. Rubel/

Date:

11/05/2008

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of October 31, 2008 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations (as defined therein), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks shown on Schedule 1 attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations and (b) the undersigned hereby grants to the Administrative Agent, for the ratable benefit of the holders of the Secured Obligations, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

The Obligors and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

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Intellectual Property Notice
(Trademarks)

Very truly yours,

MERCEDES HOMES, INC.

By: Keith Buescher

Name: Keith Buescher

Title: President, Corporate Operations

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____

Name: Richard P. Graham

Title: Vice President

Intellectual Property Notice
(Trademarks)

Very truly yours,

MERCEDES HOMES, INC.

By: _____

Name: _____

Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By:  _____

Name: Richard P. Graham

Title: Vice President

Schedule 1

**Mercedes Homes, Inc.
(Florida Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
FAMILIES HELPING FAMILIES	3233315	4/24/07
MERCEDES HOMES	2495868	10/9/01

Pending Application

Mark	Application No.	Filing Date
GREEN FOR LIFE	77312648	10/24/07